

**2-610. EXECUTION AND FILING OF ARTICLES.**

ARTICLES OF AMENDMENT, ARTICLES OF RESTATEMENT, AND ARTICLES OF AMENDMENT AND RESTATEMENT SHALL BE EXECUTED FOR THE CORPORATION IN THE MANNER REQUIRED BY TITLE 1 OF THIS ARTICLE AND SHALL BE FILED FOR RECORD WITH THE DEPARTMENT.

REVISOR'S NOTE: This section is new language derived without substantive change from Art. 23, §11(d), the next to the last clause of §13(a), and the strong implication of the last clause of the first sentence of §11(e).

The detailed provisions of present §12(b), which govern the execution of articles, now appear in Title 1 of this article.

**2-611. EFFECT OF ARTICLES.****(A) AMENDMENT.**

WHEN THE DEPARTMENT ACCEPTS ARTICLES OF AMENDMENT FOR RECORD, THE AMENDMENT BECOMES PART OF THE CHARTER OF THE CORPORATION.

**(B) RESTATEMENT.**

WHEN THE DEPARTMENT ACCEPTS ARTICLES OF RESTATEMENT FOR RECORD:

(1) IF THEY WERE NOT APPROVED IN THE MANNER REQUIRED FOR A CHARTER AMENDMENT, THEY BECOME EVIDENCE OF THE CHARTER; AND

(2) IF THE ARTICLES WERE APPROVED IN THE MANNER REQUIRED FOR A CHARTER AMENDMENT, THEY BECOME THE CHARTER OF THE CORPORATION AND SUPERSEDE ALL PRIOR CHARTER DOCUMENTS.

**(C) AMENDMENT AND RESTATEMENT.**

WHEN THE DEPARTMENT ACCEPTS ARTICLES OF AMENDMENT AND RESTATEMENT FOR RECORD, THEY BECOME THE CHARTER OF THE CORPORATION AND SUPERSEDE ALL PRIOR CHARTER DOCUMENTS.

REVISOR'S NOTE: This section is new language derived without substantive change from the last portion of Art. 23, §§ 11(e) and 13(f).

The last clause of §13(f) dealing with the evidentiary effects of a certified copy of a charter restatement is proposed for repeal.